

### **Consent to Transfer of Lease Interest**

THIS CONSENT to Transfer of Lease Interest ("Agreement") is executed this 15th day of May 2009 by and between the City of Bellevue, a Washington municipal corporation (Landlord), NORCOM a Washington nonprofit corporation (Tenant) and the City of Redmond a Washington municipal corporation (Redmond)

### **Recitals**

A The City of Bellevue is Landlord and NORCOM is Tenant under that certain Lease dated May 11, 2009 for space in Bellevue City Hall (the Lease )

B Tenant and Redmond have entered into that certain Interlocal Agreement between NORCOM and City of Redmond for Mutual Backup Emergency Communications dated April 22 2009 (the Backup ILA )

C Under the terms of the Backup ILA in the event of an emergency affecting Redmond s emergency communications system Redmond may use space and facilities within the Premises for emergency communications for a period of time Under the terms of the Backup ILA NORCOM shall not charge rent or any fee for Redmond s use of the Premises

NOW, THEREFORE, for good and valuable consideration, the mutual sufficiency of which is hereby acknowledged the parties agree as follows

### **Agreement**

1 Landlord consents to the Backup ILA to the extent its consent is required pursuant to Article 11 of the Lease subject to the limitations of this Agreement

2 Tenant and Redmond acknowledge that Redmond's use of and access to the Premises Common Areas and Building is governed by the terms and conditions of the Lease Tenant acknowledges that it has duties and obligations under the Lease regarding Redmond s use of and access to the Premises Common Areas and Building

3 Redmond acknowledges that Landlord's obligations and covenants under the Lease are to NORCOM and that Landlord has no direct relationship to Redmond as a result of this Agreement or Landlord s consent to the Backup ILA

4 Tenant is not relieved of any obligation covenant, promise or condition of the Lease as a result of this Agreement, including but not limited to its covenant to pay Rent for all or any portion of the Premises, regardless of whether Redmond is using a portion of the Premises under the Backup ILA

5 Capitalized terms used herein and not otherwise defined shall have the meaning set forth in the Lease

6 Nothing about this Agreement shall be considered an amendment to or modification of the Lease or the Backup ILA

7 The person signing this Agreement on behalf of each party has the legal power, right and actual authority to bind such party to the terms and conditions of this Agreement

8 This Agreement may be executed in any number of counterparts and each such counterpart hereof shall be deemed to be an original instrument, but all such counterparts together shall constitute one agreement

EXECUTED as of the date above written

**City of Bellevue**

**NORCOM**

By \_\_\_\_\_

By \_\_\_\_\_

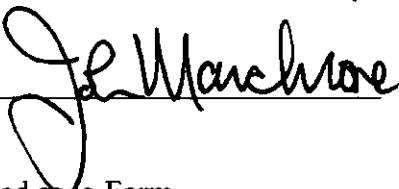
Approved as to Form  
Lori M Riordan City Attorney

Approved as to Form

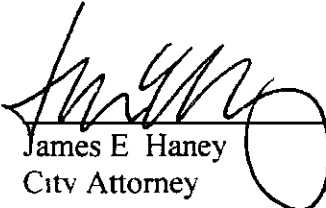
By \_\_\_\_\_  
Mary Kate Berens  
Deputy City Attorney

\_\_\_\_\_  
Rod Kaseguma  
NORCOM Attorney

**City of Redmond**

By  \_\_\_\_\_

Approved as to Form

 \_\_\_\_\_  
James E Haney  
City Attorney

6 Nothing about this Agreement shall be considered an amendment to or modification of the Lease or the Backup ILA

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EXECUTED as of the date above written

**City of Bellevue**

**NORCOM**

By Brian Murphy

By Chris Oscher

Approved as to Form  
Lori M. Riordan City Attorney

Approved as to Form

By Mary Kate Berens  
Mary Kate Berens  
Deputy City Attorney

Rod Kaseguma  
Rod Kaseguma  
NORCOM Attorney

**City of Redmond**

By \_\_\_\_\_

Approved as to Form

\_\_\_\_\_  
James E. Haney  
City Attorney